



**MISSION:** An inclusive organization dedicated to fostering the success of Chicanos/Hispanics and Native Americans, from college students to professionals, in attaining advanced degrees, careers, and positions of leadership in STEM (Science, Technology, Engineering, and Mathematics).

For SACNAS, “STEM” is broadly defined and encompasses career paths in the natural, physical, environmental, biomedical, mathematical, computational, and applied sciences, including Indigenous Knowledge and the social sciences (sociology, psychology, population health, STEM education research, etc.).

## **BOARD OF DIRECTORS**

### **GENERAL CRITERIA FOR CANDIDATES**

**SACNAS Membership.** Candidates must be current (dues paid) members of SACNAS.

#### **Demonstrated Experience in:**

**Mission Commitment.** Candidates must demonstrate sustained commitment to the SACNAS mission through participation in SACNAS committees, engagement with SACNAS programs, conferences, and events, and/or relevant experience with other organizations that have missions similar to SACNAS.

**Organizational Governance.** Candidates should have prior experience in governance such as sitting on a board, establishing a SACNAS chapter or other STEM organization, serving as an officer of an organization (President, Vice President, Treasurer, etc.), and/or serving as a director of a group in a company.

**National Engagement.** Candidates should have established relationships with regional or national organizations such as scientific societies, foundations, professional societies, professional interest groups, companies, and funding agencies.

**Team-Based Leadership.** Candidates should have experience working as part of an interdisciplinary team as well as leading teams of individuals from a variety of backgrounds, including people with world views which might be different than theirs.

**Financial Acumen and Fundraising Experience.** Candidates should have strong financial acumen and prior experience with organizational budgeting processes and financial decisions. Candidates must also be willing to open doors for funding relationships, secure external funds, and steward donors on behalf of SACNAS.

**Personal Contribution.** Candidates must be willing to give personal annual, unrestricted contributions to SACNAS consistent with their financial situations.

#### **Board Composition**

The overall board composition ideally represents a wide range of perspectives, lived experiences, professional expertise, disciplines, and sectors (academia, government, private industry, nonprofit, and other STEM-related careers, including social science, finance, journalism, law, and education).



## BOARD OF DIRECTORS

### RESPONSIBILITIES & EXPECTATIONS

#### PURPOSE

**The Board of Directors is the governing body of SACNAS.** Under the legal duties of care, loyalty, and obedience, the Board of Directors—individually and collectively—serve as the fiduciaries who steer the organization towards a sustainable future by adopting sound, ethical, and legal governance, and financial management policies, as well as by making sure the nonprofit has adequate resources to advance its mission.

**Duty of Care:** Take care of SACNAS (the organization) by ensuring prudent use of all assets, including facility, people, and goodwill.

**Duty of Loyalty:** Ensure that SACNAS' activities and transactions are, first and foremost, advancing its mission. Recognize and disclose conflicts of interest. Make decisions that are in the best interest of the nonprofit corporation, not in the best interest of the individual board member (or any other individual or for-profit entity).

**Duty of Obedience:** Ensure that SACNAS obeys applicable laws and regulations, follows its own bylaws, and adheres to its stated corporate purposes/mission.

#### ELECTION & TERM OF OFFICE

Professional/General and Student Board members are asked to serve one three-year term with the option to be nominated and elected for a second three-year term. The President-Elect/President Board seat is a four-year commitment. We aim to stagger the terms of our board members to ensure orderly succession when the terms are completed.

#### RESPONSIBILITIES

- 1. Determine the organization's mission and purpose.**

It is the Board of Directors' responsibility to create and review a mission statement, vision, and purpose that articulates the organization's goals, means, and primary constituents as part of the strategic planning process.

- 2. Select the Executive Director.**

The Board of Directors defines the Executive Director's responsibilities and searches carefully for the most qualified individual to fill this position. In the event of planned or unplanned Executive Director transitions, the Board of Directors is responsible for developing successful succession plans to ensure the transitions are smooth and disruptions are minimized.



**3. Support the Executive Director and assess their performance.**

The Board of Directors ensures the Executive Director has the professional support needed to further the goals of the organization. The Board of Directors works with the Executive Director to develop and implement the strategic plan, and it oversees the efforts of the Executive Director in advancing the organization's initiatives. The Board of Directors also conducts a performance evaluation of the Executive Director on an annual basis.

**4. Ensure effective organizational planning.**

The Board of Directors actively participates in strategic planning processes as necessary and oversees the strategic plan goals on an ongoing basis.

**5. Make strategic recommendations to help strengthen programs and services.**

The Board of Directors continually examines the organization's services and programs to verify that goals are consistent with the organization's mission, and to oversee whether services and programs are accomplishing their intended outcomes.

**6. Protect assets and provide proper financial oversight.**

The Board of Directors must have a good understanding of the organization's financial and business models and ensure they are aligned with the strategic plan. The Board of Directors also approves the annual budget. The Board of Directors, via the Finance Committee, monitors the organization's financial performance throughout the year and ensures that proper financial controls are in place.

**7. Ensure fiduciary responsibility and sustainability.**

The Board of Directors' foremost responsibility is to ensure that adequate resources exist for the organization to fulfill its mission.

**8. Ensure legal and ethical integrity and maintain accountability.**

The Board of Directors is ultimately responsible for ensuring adherence to legal standards and ethical norms.

**9. Maintain a highly functioning board.**

The Board of Directors is responsible for articulating prerequisites for board candidates, recruiting diverse candidates, orienting new members, and periodically and comprehensively evaluating its own performance. The Board of Directors, via the Nominations Subcommittee, develops the criteria for selecting new board members each year.

**10. Enhance the organization's public standing.**

Each member of the Board of Directors should be able to clearly articulate the organization's mission, accomplishments, and goals, and be willing to communicate their own commitment for the organization's work and purpose to the public and garner support from the community.

*Adapted from "Ten Basic Responsibilities of Nonprofit Boards" (3<sup>rd</sup> edition) by R.T. Ingram. Copyright 2015 by BoardSource (boardsource.org). Used with permission.*



## EXPECTATIONS

### Board Meetings

Board members are expected to participate in all scheduled board meetings. The SACNAS Board of Directors meets a minimum of six times annually: two in-person meetings at locations within the United States and four (or more) video conference meetings. In-person board meetings are usually held in February and October during the annual conference. The dates and locations of board meetings are set by the Board of Directors up to one year in advance but may be subject to change with board approval.

General practices for in-person meetings include:

- In-person board meetings typically are scheduled for two full days, 8:00 a.m. to 5:00 p.m. on the first day and 8:00 a.m. to 12:00 p.m. on the second day. Board members normally travel a day before and/or after the meeting.
- Whenever possible, SACNAS covers travel costs and accommodation, meals, and refreshments for in-person board meetings. However, to help mitigate the cost of in-person board meetings, Board members may be asked to cover their own travel and/or accommodation fully or partially, or have their institutions cover them.
- In the event of mandated travel restrictions as in the COVID-19 pandemic, the Board of Directors will hold their scheduled in-person meetings virtually.

### Committee Leadership & Service

Board members are expected to chair at least one committee or subcommittee and will typically serve on 1-2 additional committees during their term. Board members should be willing and ready to accept responsibility for various projects upon request, as appropriate to their talents and experience.

### Code of Conduct

All board members must comply with the following:

- Execute a conflict-of-interest statement before the initial board term and on an annual basis.
- Adhere to the SACNAS Code of Conduct and SACNAS Code of Ethics.
- Be punctual and thoroughly prepared for meetings.
- Actively participate in discussions.
- Conduct business in accordance with the bylaws.
- Conduct business in a professional and ethical manner.
- Be collegial and respectful of all individuals and opinions.
- Be receptive to new and different ideas.
- Place the interests of SACNAS above their own self-interests.
- Vote independently.
- Keep all board meeting information and discussions confidential.
- Adhere to all federal, state, and local laws applicable to governance, management, and revenue generation.

*This document is intended as a brief summary of the roles and responsibilities of the SACNAS Board of Directors.*

*Questions may be directed to the current SACNAS President, the Executive Director, or to the email address [elections@SACNAS.org](mailto:elections@SACNAS.org). The SACNAS bylaws are available online at [www.sacnas.org/bylaws](http://www.sacnas.org/bylaws).*